

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In Re:

W.R. GRACE & CO., *et al.*<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-1139 (KJC)

(Jointly Administered)

**Objection Deadline: May 22, 2014 at 4:00 p.m.P**

**ONE HUNDRED AND FIFTIETH MONTHLY AND FINAL FEE APPLICATION OF  
KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE OFFICIAL  
COMMITTEE OF EQUITY SECURITY HOLDERS, FOR (I) COMPENSATION AND  
REIMBURSEMENT OF DISBURSEMENTS FOR THE PERIOD FROM FEBRUARY 1,  
2014 THROUGH FEBRUARY 3, 2014; AND (II) FINAL ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS FOR THE  
PERIOD FROM JULY 18, 2001 THROUGH FEBRUARY 3, 2014**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide  
Professional Services to: The Official Committee of Equity Security Holders

Date of Retention: September 28, 2001 *Nunc Pro Tunc* to July 18, 2001

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-i Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circé Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedeo, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Period for which compensation and reimbursement is sought:	February 1, 2014 through and including February 3, 2014 (Monthly) July 18, 2001 through and including February 3, 2014 (Final)
Amount of Compensation sought as actual, reasonable and necessary for February Monthly:	\$2,836.00
Amount of Compensation sought as actual, reasonable and necessary for Final Application:	\$5,516,261.95
Amount of Expense	
Reimbursement sought as actual, reasonable and necessary for February Monthly:	\$0.00
Amount of Expense	
Reimbursement sought as actual, reasonable and necessary for Final Application:	\$345,823.57

This is a(n): X monthly    interim and X final application

**Prior Monthly Fee Applications:**

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
October 1, 2001	July 18, 2001 – August 31, 2001	\$65,523.50 / \$5,530.83	\$65,523.50 / \$5,530.83
October 30, 2001	September 1, 2001 – September 30, 2001	\$33,218.50 / \$5,975.07	\$33,218.50 / \$5,975.07
November 30, 2011	October 1, 2001- October 31, 2011	\$26,585.00 / \$1,663.89	26,585.00 / \$1,663.89
December 28, 2001	November 1, 2001 – November 30, 2001	\$20,099.00 / \$3,031.62	\$20,099.00 / \$3,031.62
January 25, 2002	December 1, 2001 – December 31, 2001	\$32,467.50 / \$2,338.23	\$30,125.00 / \$2,338.23
February 28, 2002	January 1, 2002 – January 31, 2002	\$23,807.50 / \$1,961.58	\$23,407.50 / \$1,961.58
April 1, 2002	February 1, 2002 – February 28, 2002	\$36,382.50 / \$2,894.44	\$31,757.50 / \$2,597.44
May 8, 2002	March 1, 2002 – March 31, 2002	\$32,575.00 / \$2,107.64	\$28,405.00 / \$2,107.64
June 17, 2002	April 1, 2002 – April 30, 2002	\$28,794.00 / \$2,669.24	\$28,794.00 / \$2,669.24
August 5, 2002	May 1, 2002 – May 31, 2002	\$24,232.00 / \$2,299.11	\$24,232.00 / \$2,299.11
September 4, 2002	June 1, 2002 – June 30, 2002	\$20,392.50 / \$388.61	\$20,392.50 / \$388.61
November 4, 2002	July 1, 2002 – July 31, 2002	\$28,083.50 / \$1,121.59	\$27,715.82 / \$1,121.59
October 24, 2002	August 1, 2002 – August 31, 2002	\$33,598.50 / \$7,190.62	\$33,598.50 / \$7,190.62
November 5, 2002	September 1, 2002 – September 30, 2002	\$25,584.50 / \$1,761.46	\$25,584.50 / \$1,761.46
November 25, 2002	October 1, 2002 – October 31, 2002	\$39,887.50 / \$2,124.93	\$39,887.50 / \$2,124.93
January 14, 2003	November 1, 2002 – November 30, 2002	\$18,704.00 / \$652.12	\$18,704.00 / \$633.86

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
February 10, 2003	December 1, 2002 – December 31, 2002	\$11,853.50 / \$816.82	\$11,853.50 / \$816.82
February 25, 2003	January 1, 2003 – January 31, 2003	\$11,100.00 / \$927.47	\$11,100.00 / \$927.47
April 8, 2003	February 1, 2003 – February 28, 2003	\$13,418.00 / \$240.08	\$13,418.00 / \$240.08
May 6, 2003	March 1, 2002 – March 31, 2003	\$26,969.00 / \$452.38	\$26,969.00 / \$452.38
June 4, 2003	April 1, 2003 – April 30, 2003	\$7,609.00 / \$1,594.42	\$7,609.00 / \$1,594.42
June 26, 2003	May 1, 2003 – May 31, 2003	\$9,411.00 / \$107.57	\$9,411.00 / \$107.57
August 13, 2003	□□une 1, 2003 – June 1, 2003 – June 30, 2003	\$10,427.00 / \$137.09	\$10,427.00 / \$137.09
September 25, 2003	July 1, 2003 – July 31, 2003	\$9,272.50 / \$32.30	\$9,272.50 / \$32.30
October 2, 2003	August 1, 2003 – August 31, 2003	\$9,815.50 / \$130.93	\$9,815.50 / \$130.93
November 26, 2003	September 1, 2003 – September 30, 2003	\$15,004.00 / \$334.63	\$15,004.00 / \$334.63
December 19, 2003	October 1, 2003 – October 31, 2003	\$13,134.00 / \$174.04	\$13,134.00 / \$174.04
January 6, 2004	November 1, 2003 – November 30, 2003	\$14,537.00 / \$273.00	\$14,537.00 / \$273.00
January 29, 2004	December 1, 2003 – December 31, 2003	\$17,595.00 / \$1,599.14	\$17,595.00 / \$1,599.14
February 27, 2004	January 1, 2004 – January 31, 2004	\$8,979.00 / \$436.37	\$8,979.00 / \$436.47

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
May 5, 2004	February 1, 2004 – February 29, 2004	\$8,888.00 / \$545.85	\$7,110.40 / \$545.85
May 28, 2004	March 1, 2004 – March 31, 2004	\$13,807.50 / \$469.11	\$11,643.00 / \$469.11
June 30, 2004	April 1, 2004 – April 30, 2004	\$14,373.50 / \$389.30	\$14,373.50 / \$389.30
August 3, 2004	May 1, 2004 – May 31, 2004	\$10,840.00 / \$1,279.24	\$10,840.00 / \$1,279.24
August 23, 2004	June 1, 2004 – June 30, 2004	\$23,202.00 / \$172.12	\$23,202.00 / \$172.12
October 1, 2004	July 1, 2004 – July 31, 2004	\$13,523.50 / \$33.62	\$13,523.50 / \$33.62
October 29, 2004	August 1, 2004 – August 31, 2004	\$9,543.50 / \$125.25	\$9,543.50 / \$125.25
November 2, 2004	September 1, 2004 – September 30, 2004	\$24,483.00 / \$836.33	\$24,483.00 / \$836.33
November 23, 2004	October 1, 2004 – October 31, 2004	\$128,959.00 / \$6,922.76	\$126,925.00 / \$6,922.76
December 28, 2004	November 1, 2004 – November 30, 2004	\$153,725.00 / \$4,236.79	\$151,691.00 / \$4,236.79
February 2, 2005	December 1, 2004 – December 31, 2004	\$123,833.00 / \$3,246.49	\$121,799.00 / \$3,246.49
March 8, 2005	January 1, 2005 – January 31, 2005	\$132,776.50 / \$8,060.80	\$132,776.50 / \$8,060.80
March 28, 2005	February 1, 2005 – February 28, 2005	\$24,706.50 / \$2,444.84	\$24,706.50 / \$2,444.84
April 29, 2005	March 1, 2005 – March 31, 2005	\$26,414.00 / \$2,827.24	\$26,414.00 / \$2,827.24
May 31, 2005	April 1, 2005 – April 30, 2005	\$29,522.00 / \$1,323.60	\$29,522.00 / \$1,323.60

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
June 21, 2005	May 1, 2005 – May 31, 2005	\$19,218.50 / \$2,198.56	\$19,218.50 / \$2,198.56
July 28, 2005	June 1, 2005 – June 30, 2005	\$25,731.00 / \$119.33	\$25,731.00 / \$119.33
August 29, 2005	July 1, 2005 – July 31, 2005	\$31,738.00 / \$2,829.07	\$31,738.00 / \$2,829.07
September 29, 2005	August 1, 2005 – August 31, 2005	\$32,109.00 / \$2,271.66 /	\$32,109.00 / \$2,271.66
October 31, 2005	September 1, 2005 – September 30, 2005	\$15,709.00 / \$247.99	\$15,709.00 / \$247.99
November 29, 2005	October 1, 2005 – October 31, 2005	\$19,318.50 / \$646.56	\$19,318.50 / \$646.56
December 29, 2005	November 1, 2005 – November 30, 2005	\$38,258.50 / \$1,247.28	\$38,258.50 / \$1,247.28
January 30, 2006	December 1, 2005 – December 31, 2005	\$17,967.50 / \$1,059.46	\$17,967.50 / \$1,059.46
March 1, 2006	January 1, 2006 – January 31, 2006	\$8,287.00 / \$1,176.17	\$8,287.00 / \$1,176.17
March 30, 2006	February 1, 2006 – February 28, 2006	\$22,842.00 / \$1,779.77	\$22,842.00 / \$1,779.77
May 1, 2006	March 1, 2006 – March 31, 2006	\$43,621.00 / \$2,496.06	\$43,621.00 \$2,496.06
May 1, 2006	March 1, 2006 – March 31, 2006	\$43,621.00 / \$2,496.06	\$43,621.00 \$2,496.06
May 30, 2006	April 1, 2006 – April 30, 2006	\$18,841.00 / \$752.39	\$18,841.00 \$752.39
July 5, 2006	May 1, 2006 – May 31, 2006	\$34,354.00 / \$1,337.49	\$34,354.00 \$1,337.49
August 2, 2006	June 1, 2006 – June 30, 2006	\$21,401.00 / \$725.30	\$21,401.00 \$725.30

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
August 30, 2006	July 1, 2006 – July 31, 2006	\$29,474.50 / \$1,604.51	\$29,474.50 \$1,604.51
October 2, 2006	August 1, 2006 – August 31, 2006	\$67,103.00 / \$1,604.51	\$67,103.00 \$1,604.51
October 30, 2006	September 1, 2006 – September 30, 2006	\$50,691.50 / \$2,050.23	\$50,691.50 \$2,050.23
December 6, 2006	October 1, 2006 – October 31, 2006	\$72,062.75 / \$3,977.84	\$72,062.75 \$3,977.84
January 5, 2007	November 1, 2006 – November 30, 2006	\$66,045.00 / \$5,215.60	\$66,045.00 \$5,215.60
February 23, 2007	December 1, 2006 – December 31, 2006	\$101,658.25 / \$5,001.94	\$101,658.25 \$5,001.94
March 7, 2007	January 1, 2007 – January 31, 2007	\$45,555.00 / \$6,097.61	\$45,555.00 \$6,097.61
March 29, 2007	February 1, 2007 – February 28, 2007	\$56,976.00 \$4,529.94	\$56,976.00 \$4,529.94
April 30, 2007	March 1, 2007 – March 31, 2007	\$60,848.00 \$4,859.66	\$60,848.00 \$4,859.66
June 12, 2007	April 1, 2007 – April 30, 2007	\$56,370.00 \$2,554.14	\$56,370.00 \$2,554.14
July 2, 2007	May 1, 2007 – May 31, 2007	\$61,684.23 \$10,491.04	\$61,684.23 \$10,491.04
July 30, 2007	June 1, 2007 – June 30, 2007	\$68,538.00 \$6,437.44	\$68,538.00 \$6,437.44
August 29, 2007	July 1, 2007 – July 31, 2007	\$40,505.50 \$3,124.55	\$40,505.50 / \$3,124.55
October 1, 2007	August 1, 2007 – August 31, 2007	\$61,201.50 \$1,618.34	\$61,201.50 / \$1,618.34
October 29, 2007	September 1, 2007 – September 30, 2007	\$106,912.50 \$4,480.51	\$103,558.50 / \$4,480.51

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
November 29, 2007	October 1, 2007 – October 31, 2007	\$165,731.50 \$14,100.98	\$165,731.50 / \$14,100.98
January 7, 2008	November 1, 2007 – November 30, 2007	\$154,817.00 \$12,511.24	\$154,817.00 / \$12,511.24
February 11, 2008	December 1, 2007 – December 31, 2007	\$77,688.00 \$50,222.40	\$74,439.31 / \$50,222.40
April 8, 2008	February 1, 2008 – February 29, 2008 <sup>2</sup>	\$186,440.25 \$ 5,761.46	\$186,440.25 / \$ 5,761.46
May 1, 2008	March 1, 2008 – March 31, 2008	\$61,062.50 \$3,272.45	\$61,062.50 / \$3,272.45
May 29, 2008	April 1, 2008 – April 30, 2008	\$115,451.50 / \$10,234.48	\$115,451.50 / \$10,234.48
June 30, 2008	May 1, 2008 – May 31, 2008	\$35,113.50 / \$139.19	\$35,113.50 / \$139.19
July 31, 2008	June 1, 2008 – June 30, 2008	\$90,179.75 / \$1,197.96	\$90,179.75 / \$1,197.96
August 31, 2008	July 1, 2008 – July 31, 2008	\$46,403.75 / \$2,634.24	\$46,403.75 / \$2,634.24
September 30, 2008	August 1, 2008 – August 31, 2008	\$130,393.00 / \$1,139.48	\$130,393.00 / \$1,139.48
October 31, 2008	September 1, 2008 – September 30, 2008	\$94,751.25 / \$2,437.87	\$94,751.25 / \$2,437.87
December 1, 2008	October 1, 2008 – October 31, 2008	\$96,512.00 / \$3,351.45	\$96,512.00 / \$3,351.45

<sup>2</sup> The Fee Application filed on April 8, 2008 inadvertently contained time billed and necessary expenses incurred for the time period January 1, 2008 through January 31, 2008 in addition to the time billed and necessary expenses incurred for the time period February 1, 2008 through February 29, 2008. Kramer Levin Naftalis & Frankel LLP filed a certification of counsel further explicating the error and clarifying the treatment of the Fee Application filed on April 8, 2008 [Docket No. 18659].

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
January 5, 2009	November 1, 2008 – November 30, 2008	\$72,736.50 / \$5,015.70	\$72,736.50 / \$5,015.70
January 29, 2009	December 1, 2008 – December 31, 2008	\$38,727.50 / \$659.48	\$37,407.50 / \$659.48
March 3, 2009	January 1, 2009 – January 31, 2009	\$57,246.00 / \$774.91	\$57,246.00 / \$774.91
March 31, 2009	February 1, 2009 – February 28, 2009	\$58,153.50 / \$873.67	\$58,153.50 / \$873.67
April 29, 2009	March 1, 2009 – March 31, 2009	\$82,150.50 / \$3,410.61	\$82,094.50 / \$3,410.61
June 1, 2009	April 1, 2009 – April 30, 2009	\$59,641.00 / \$1,266.77	\$59,641.00 / \$1,266.77
June 29, 2009	May 1, 2009 – May 31, 2009	\$81,616.00 / \$993.03	\$81,616.00 / \$993.03
July 30, 2009	June 1, 2009 – June 30, 2009	\$74,739.50 / \$3,385.80	\$74,739.50 / \$3,385.80
September 1, 2009	July 1, 2009 – July 31, 2009	\$28,694.50 / \$8,575.98	\$28,694.50 / \$8,575.98
October 1, 2009	August 1, 2009 – August 31, 2009	\$62,840.50 / \$4,375.92	\$62,840.50 / \$4,375.92
October 29, 2009	September 1, 2009 – September 30, 2009	\$78,706.50 / \$7,370.53	\$78,692.30 / \$7,370.53
November 30, 2009	October 1, 2009 – October 31, 2009	\$22,088.75 / \$2,199.84	\$22,088.75 / \$2,199.84
December 29, 2009	November 1, 2009 – November 30, 2009	\$33,770.50 / \$510.91	\$33,770.50 / \$510.91
February 1, 2010	December 1, 2009 – December 31, 2009	\$12,447.50 / \$655.77	\$12,447.50 / \$655.77
March 1, 2010	January 1, 2010 – January 31, 2010	\$32,785.50 / \$1,669.76	\$32,785.50 / \$1,347.96
March 29, 2010	February 1, 2010 – February 28, 2010	\$9,882.00 / \$107.90	\$9,882.00 / \$107.90
April 28, 2010	March 1, 2010 – March 31, 2010	\$4,559.00 / \$361.53	\$4,559.00 / \$361.53

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
June 1, 2010	April 1, 2010 – April 30, 2010	\$9,145.50 / \$271.51	\$9,145.50 / \$271.51
July 1, 2010	May 1, 2010 – May 31, 2010	\$3,009.00 / \$270.08	\$3,009.00 / \$270.08
August 5, 2010	June 1, 2010 – June 30, 2010	\$1,924.50 / \$108.77	\$1,924.50 / \$108.77
August 30, 2010	July 1, 2010 – July 31, 2010	\$1,678.50 / \$0.00	\$1,678.50 / \$0.00
October 1, 2010	August 1, 2010 – August 31, 2010	\$3,093.00 / \$73.96	\$3,093.00 / \$73.96
October 28, 2010	September 1, 2010 – September 30, 2010	\$457.50 / \$58.00	\$457.50 / \$58.00
December 1, 2010	October 1, 2010 – October 31, 2010	\$1,372.50 / \$84.66	\$1,372.50 / \$84.66
December 30, 2010	November 1, 2010 – November 30, 2010	\$5,221.50 / \$19.59	\$5,221.50 / \$19.59
February 1, 2011	December 1, 2010 – December 31, 2010	\$10,252.00 / \$143.61	\$10,252.00 / \$143.61
March 1, 2011	January 1, 2011 – January 31, 2011	\$16,502.50 / \$83.40	\$16,502.50 / \$83.40
April 1, 2011	February 1, 2011 – February 28, 2011	\$27,809.50 / \$1,767.02	\$27,809.50 / \$1,767.02
May 2, 2011	March 1, 2011 – March 31, 2011	\$9,782.50 / \$194.39	\$9,782.50 / \$194.39
May 31, 2011	April 1, 2011 – April 30, 2011	\$7,061.50 / \$177.64	\$7,061.50 / \$177.64
July 5, 2011	May 1, 2011 – May 31, 2011	\$63,376.00 / \$1,024.58	\$63,376.00 / \$1,024.58
August 1, 2011	June 1, 2011 – June 30, 2011	\$21,448.76 / \$940.85	\$21,448.76 / \$940.85
September 6, 2011	July 1, 2011 – July 31, 2011	\$27,311.00 / \$1,499.88	\$27,311.00 / \$1,499.88
September 29, 2011	August 1, 2011 – August 31, 2011	\$14,729.00 / \$574.70	\$14,729.00 / \$574.70

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
October 26, 2011	September 1, 2011 – September 30, 2011	\$7,854.00 / \$233.60	\$7,854.00 / \$233.60
December 1, 2011	October 1, 2011 – October 31, 2011	\$2,208.00 / \$9.19	\$2,208.00 / \$9.19
December 28, 2011	November 1, 2011 – November 30, 2011	\$9,481.00 / \$3.56	\$9,481.00 / \$3.56
February 9, 2012	December 1, 2011 – December 31, 2011	\$2,300.00 / \$80.27	\$2,300.00 / \$80.27
February 29, 2012	January 1, 2012 – January 31, 2012	\$6,836.00 / \$0.00	\$6,836.00 / \$0.00
March 28, 2012	February 1, 2012 – February 29, 2012	\$22,397.00 / \$94.13	\$22,397.00 / \$94.13
April 30, 2012	March 1, 2012 – March 31, 2012	\$5,885.50 / \$58.77	\$5,885.50 / \$58.77
June 1, 2012	April 1, 2012 – April 30, 2012	\$5,205.50 / \$147.53	\$5,205.50 / \$147.53
July 2, 2012	May 1, 2012 – May 31, 2012	\$25,164.50 / \$1,158.62	\$25,164.50 / \$1,158.62
July 31, 2012	June 1, 2012 – June 30, 2012	\$10,411.00 / \$98.06	\$10,411.00 / \$98.06
August 29, 2012	July 1, 2012 – July 31, 2012	\$7,133.00 / \$273.86	\$7,133.00 / \$273.86
October 1, 2012	August 1, 2012 – August 31, 2012	\$21,730.00 / \$438.33	\$21,730.00 / \$438.33
October 24, 2012	September 1, 2012 – September 30, 2012	\$2,681.00 / \$104.50	\$2,681.00 / \$104.50
November 29, 2012	October 1, 2012 – October 31, 2012	\$6,634.00 / \$109.43	\$6,634.00 / \$109.43
December 28, 2012	November 1, 2012 – November 30, 2012	\$4,215.50 / \$71.72	\$4,215.50 / \$71.72
January 31, 2013	December 1, 2012 – December 31, 2012	\$49,674.00 / \$3,436.56	\$49,674.00 / \$3,436.56
February 28, 2013	January 1, 2013 – January 31, 2013	\$112,216.00 / \$5,314.72	\$112,216.00 / \$5,314.72

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
March 29, 2013	February 1, 2013 – February 28, 2013	\$17,179.50 / \$774.45	\$17,179.50 / \$774.45
April 29, 2013	March 1, 2013 – March 31, 2013	\$8,500.00 / \$468.69	\$8,499.99 / \$468.69
May 30, 2013	April 1, 2013 – April 30, 2013	\$14,477.50 / \$244.32	\$14,477.50 / \$244.32
July 1, 2013	May 1, 2013 – May 31, 2013	\$35,729.00 / \$5,735.34	\$35,729.00 / \$5,735.34
August 1, 2013	June 1, 2013 – June 30, 2013	\$86,876.00 / \$5,387.70	\$86,876.00 / \$5,387.70
August 22, 2013	July 1, 2013 – July 31, 2013	\$10,488.50 / \$98.90	\$10,488.50 / \$0
September 30, 2013	August 1, 2013 – August 31, 2013	\$7,935.50 / \$148.28	\$7,935.50 / \$0
November 4, 2013	September 1, 2013 – September 30, 2013	\$6,420.00 / \$220.52	\$6,420.00 / \$114.05
December 2, 2013	October 1, 2013 – October 31, 2013	\$705.50 / \$279.22	\$564.40 / \$279.22
December 26, 2013	November 1, 2013 – November 30, 2013	\$15,070.50 / \$72.45	\$12,056.40 / \$72.45
February 3, 2014	December 1, 2014 – December 31, 2014	\$24,877.00 / \$177.44	\$19,901.60 / \$177.44
April 2, 2014	January 1, 2014 – January 31, 2014	\$19,217.50 / \$21.20	\$0 / \$0

**SUMMARY OF TIME BY PROFESSIONAL FOR  
FEBRUARY 1, 2014 THROUGH FEBRUARY 3, 2014**

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
BENTLEY, PHILIP	PARTNER	900.00	0.50	450.00
BLABEY, DAVID E	ASSOCIATE	780.00	2.90	2,262.00
BECKER, BRYON	PARALEGAL	310.00	0.40	124.00
<b>TOTAL</b>			<b>3.80</b>	<b>2,836.00</b>

Blended Hourly Rate: \$746.00

**SUMMARY OF TIME BY PROFESSIONAL FOR FINAL PERIOD  
JULY 18, 2001 THROUGH FEBRUARY 3, 2014**

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
BENTLEY, PHILIP	PARTNER	315.00	10.60	3,339.00
BENTLEY, PHILIP	PARTNER	335.00	16.00	5,360.00
BENTLEY, PHILIP	PARTNER	362.50	2.90	1,051.25
BENTLEY, PHILIP	PARTNER	380.00	7.60	2,888.00
BENTLEY, PHILIP	PARTNER	415.00	11.80	4,897.00
BENTLEY, PHILIP	PARTNER	425.00	108.00	45,900.00
BENTLEY, PHILIP	PARTNER	432.50	2.60	1,124.50
BENTLEY, PHILIP	PARTNER	447.50	7.30	3,266.75
BENTLEY, PHILIP	PARTNER	475.00	204.00	96,615.00
BENTLEY, PHILIP	PARTNER	525.00	63.50	33,337.50
BENTLEY, PHILIP	PARTNER	565.00	201.20	111,418.00
BENTLEY, PHILIP	PARTNER	595.00	96.00	55,275.50
BENTLEY, PHILIP	PARTNER	630.00	121.50	76,545.00
BENTLEY, PHILIP	PARTNER	670.00	88.50	59,295.00
BENTLEY, PHILIP	PARTNER	725.00	189.30	137,242.50
BENTLEY, PHILIP	PARTNER	760.00	72.60	55,176.00
BENTLEY, PHILIP	PARTNER	795.00	15.80	12,561.00
BENTLEY, PHILIP	PARTNER	830.00	112.40	93,292.00
BENTLEY, PHILIP	PARTNER	865.00	38.10	32,956.50
BENTLEY, PHILIP	PARTNER	895.00	147.60	132,102.00
BENTLEY, PHILIP	PARTNER	900.00	3.80	3,420.00
BRODY, JOSHUA	PARTNER	795.00	0.40	318.00
CATON, AMY	PARTNER	280.00	29.40	8,232.00
CATON, AMY	PARTNER	300.00	34.20	10,260.00
CATON, AMY	PARTNER	350.00	3.10	1,085.00
CATON, AMY	PARTNER	380.00	0.20	76.00

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
CATON, AMY	PARTNER	475.00	5.90	2,802.50
DIENSTAG, ABBE L.	PARTNER	535.00	8.20	4,387.00
DIENSTAG, ABBE L.	PARTNER	840.00	0.20	168.00
ECKSTEIN, KENNETH H.	PARTNER	725.00	2.10	1,522.50
ECKSTEIN, KENNETH H.	PARTNER	780.00	2.00	1,560.00
FRIEDMAN, ALAN R.	PARTNER	680.00	0.30	204.00
HERZOG, BARRY	PARTNER	525.00	54.30	28,507.50
HERZOG, BARRY	PARTNER	700.00	6.00	4,200.00
HERZOG, BARRY	PARTNER	750.00	5.10	3,825.00
HOROWITZ, GREGORY A.	PARTNER	315.00	18.50	5,827.50
HOROWITZ, GREGORY A.	PARTNER	340.00	26.50	9,010.00
HOROWITZ, GREGORY A.	PARTNER	445.00	15.50	6,897.50
HOROWITZ, GREGORY A.	PARTNER	485.00	33.10	16,053.50
HOROWITZ, GREGORY A.	PARTNER	525.00	70.00	36,750.00
HOROWITZ, GREGORY A.	PARTNER	560.00	97.10	54,376.00
HOROWITZ, GREGORY A.	PARTNER	595.00	92.70	55,156.50
HOROWITZ, GREGORY A.	PARTNER	630.00	555.70	350,091.00
HOROWITZ, GREGORY A.	PARTNER	680.00	220.20	149,736.00
HOROWITZ, GREGORY A.	PARTNER	715.00	152.60	109,109.00
LELAND, RICHARD G.	PARTNER	625.00	2.50	1,562.50
MANNAL, DOUGLAS	PARTNER	302.50	12.00	3,630.00
MANNAL, DOUGLAS	PARTNER	335.00	10.80	3,618.00
MANNAL, DOUGLAS	PARTNER	540.00	74.40	40,176.00
MANNAL, DOUGLAS	PARTNER	585.00	272.40	159,354.00
MANNAL, DOUGLAS	PARTNER	605.00	166.10	100,490.50
MANNAL, DOUGLAS	PARTNER	670.00	91.80	61,506.00
MAYER, THOMAS MOERS	PARTNER	525.00	19.40	10,185.00
MAYER, THOMAS MOERS	PARTNER	590.00	2.20	1,298.00
MAYER, THOMAS MOERS	PARTNER	690.00	19.10	13,179.00
MAYER, THOMAS MOERS	PARTNER	725.00	2.40	1,740.00
MAYER, THOMAS MOERS	PARTNER	755.00	0.50	377.50
MAYER, THOMAS MOERS	PARTNER	875.00	0.80	700.00
MAYER, THOMAS MOERS	PARTNER	930.00	0.10	93.00
O'NEILL, P. BRADLEY	PARTNER	650.00	26.70	17,355.00
SCHMIDT, ROBERT T.	PARTNER	425.00	47.80	20,315.00
SCHMIDT, ROBERT T.	PARTNER	450.00	1.50	675.00
SCHMIDT, ROBERT T.	PARTNER	700.00	1.00	700.00
SCHMIDT, ROBERT T.	PARTNER	825.00	1.00	825.00
TRACHTMAN, JEFFREY S.	PARTNER	485.00	0.30	145.50
TRACHTMAN, JEFFREY S.	PARTNER	925.00	12.80	11,840.00
<b>TOTAL PARTNERS</b>			<b>3,720.00</b>	<b>\$2,276,982.00</b>

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
BECKER, GARY M.	SPECIAL COUNSEL	260.00	44.00	11,440.00
BECKER, GARY M.	SPECIAL COUNSEL	270.00	63.30	17,091.00
BECKER, GARY M.	SPECIAL COUNSEL	340.00	8.10	2,754.00
BECKER, GARY M.	SPECIAL COUNSEL	370.00	89.10	32,967.00
BECKER, GARY M.	SPECIAL COUNSEL	400.00	287.55	115,020.00
BECKER, GARY M.	SPECIAL COUNSEL	415.00	59.50	24,692.50
BECKER, GARY M.	SPECIAL COUNSEL	455.00	60.60	27,118.00
BECKER, GARY M.	SPECIAL COUNSEL	470.00	56.10	26,367.00
BECKER, GARY M.	SPECIAL COUNSEL	495.00	324.40	157,855.50
BECKER, GARY M.	SPECIAL COUNSEL	520.00	347.60	176,592.00
BECKER, GARY M.	SPECIAL COUNSEL	540.00	284.00	153,360.00
BECKER, GARY M.	SPECIAL COUNSEL	545.00	160.40	87,418.00
BECKER, GARY M.	SPECIAL COUNSEL	580.00	252.20	146,276.00
BECKER, GARY M.	SPECIAL COUNSEL	585.00	31.60	18,486.00
KOLEVZON, PETER S.	COUNSEL	795.00	30.80	24,486.00
KOLEVZON, PETER S.	COUNSEL	835.00	11.50	9,602.50
NADLER, ELLEN R.	COUNSEL	630.00	58.00	36,540.00
NADLER, ELLEN R.	COUNSEL	660.00	74.90	49,434.00
RIGEL, BLAKE	SPECIAL COUNSEL	425.00	63.20	26,860.00
RIGEL, BLAKE	SPECIAL COUNSEL	620.00	7.80	4,836.00
RIGEL, BLAKE	SPECIAL COUNSEL	650.00	13.10	8,515.00
SCHULMAN, BRENDAN M.	SPECIAL COUNSEL	650.00	4.00	2,600.00
<b>TOTAL COUNSEL/SPECIAL COUNSEL</b>			<b>2,331.75</b>	<b>\$1,160,310.50</b>
BARLEKAMP, JEFFREY	ASSOCIATE	440.00	1.10	484.00
BARLEKAMP, JEFFREY	ASSOCIATE	455.00	1.10	500.50
BLABEY, DAVID E	ASSOCIATE	267.50	10.00	2,675.00
BLABEY, DAVID E	ASSOCIATE	280.00	18.80	5,264.00
BLABEY, DAVID E	ASSOCIATE	292.50	24.50	7,166.25
BLABEY, DAVID E	ASSOCIATE	307.50	13.00	3,997.50
BLABEY, DAVID E	ASSOCIATE	372.50	7.90	2,942.75
BLABEY, DAVID E	ASSOCIATE	535.00	55.90	29,906.50

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
BLABEY, DAVID E	ASSOCIATE	560.00	440.70	246,792.00
BLABEY, DAVID E	ASSOCIATE	585.00	197.90	115,771.50
BLABEY, DAVID E	ASSOCIATE	615.00	81.40	50,061.00
BLABEY, DAVID E	ASSOCIATE	630.00	17.10	10,773.00
BLABEY, DAVID E	ASSOCIATE	655.00	147.70	96,743.50
BLABEY, DAVID E	ASSOCIATE	670.00	13.60	9,112.00
BLABEY, DAVID E	ASSOCIATE	700.00	87.70	61,390.00
BLABEY, DAVID E	ASSOCIATE	720.00	72.90	52,488.00
BLABEY, DAVID E	ASSOCIATE	745.00	159.90	119,125.50
BLABEY, DAVID E	ASSOCIATE	765.00	14.50	11,092.50
BLABEY, DAVID E	ASSOCIATE	780.00	23.10	18,018.00
CLARK, ROBERT	ASSOCIATE	300.00	25.70	7,710.00
DIMOS, BILL	ASSOCIATE	250.00	62.70	15,675.00
DIMOS, BILL	ASSOCIATE	275.00	11.90	3,272.50
DIMOS, BILL	ASSOCIATE	340.00	2.00	680.00
EGGERMANN, DANIEL M	ASSOCIATE	277.50	3.00	832.50
EGGERMANN, DANIEL M	ASSOCIATE	555.00	8.90	4,939.50
EILENDER, PATRICIA P.	ASSOCIATE	390.00	0.50	195.00
ELIASEN, ERIN	ASSOCIATE	260.00	1.90	494.00
FARBER, PEGGY	ASSOCIATE	197.50	26.60	5,253.50
FARBER, PEGGY	ASSOCIATE	210.00	25.20	5,292.00
FARBER, PEGGY	ASSOCIATE	247.50	13.50	3,341.25
FARBER, PEGGY	ASSOCIATE	395.00	115.70	45,701.50
FARBER, PEGGY	ASSOCIATE	420.00	124.70	52,374.00
FARBER, PEGGY	ASSOCIATE	455.00	176.40	80,262.00
FARBER, PEGGY	ASSOCIATE	495.00	66.10	32,719.50
FINNERTY, CATHERINE E	ASSOCIATE	325.00	28.50	9,262.50
FINNERTY, CATHERINE E	ASSOCIATE	340.00	29.30	9,962.00
FINNERTY, CATHERINE E	ASSOCIATE	375.00	10.30	3,862.50
FOLB, KERRI	ASSOCIATE	440.00	21.60	9,504.00
FORD, SAMANTHA	SUMMER ASSOCIATE	295.00	61.70	18,201.50
FRIEDMAN, JOSHUA	ASSOCIATE	455.00	2.50	1,137.50
FRIEDMAN, JOSHUA	ASSOCIATE	470.00	0.60	282.00
FRIEDMAN, JOSHUA	ASSOCIATE	525.00	0.60	315.00
GLASS, JESSICA J	ASSOCIATE	227.50	14.00	3,185.00
GLASS, JESSICA J	ASSOCIATE	395.00	116.10	45,859.50
GLASS, JESSICA J	ASSOCIATE	420.00	97.80	41,076.00
GLASS, JESSICA J	ASSOCIATE	455.00	151.60	68,978.00
GLASS, JESSICA J	ASSOCIATE	495.00	2.10	1,039.50
HALVERSON, DARREN C	ASSOCIATE	415.00	30.90	12,823.50

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
HALVERSON, DARREN C	ASSOCIATE	485.00	11.00	5,335.00
HALVERSON, DARREN C	ASSOCIATE	495.00	67.00	33,165.00
KAUP, ANASTASIA N	ASSOCIATE	495.00	24.90	12,325.50
KAUP, ANASTASIA N	ASSOCIATE	560.00	9.40	5,264.00
KAUP, ANASTASIA N	ASSOCIATE	575.00	0.10	57.50
KLEIN, DAVID	ASSOCIATE	300.00	33.50	10,050.00
KLEIN, DAVID	ASSOCIATE	335.00	61.40	20,569.00
KLEIN, DAVID	ASSOCIATE	365.00	40.80	14,892.00
KLEIN, DAVID	ASSOCIATE	390.00	46.90	18,291.00
KLEIN, DAVID	ASSOCIATE	425.00	4.10	1,742.50
KOEVARY, JONATHAN T.	ASSOCIATE	180.00	13.60	2,448.00
KOEVARY, JONATHAN T.	ASSOCIATE	250.00	36.40	9,100.00
KOEVARY, JONATHAN T.	ASSOCIATE	275.00	8.90	2,447.50
KOEVARY, JONATHAN T.	ASSOCIATE	340.00	5.40	1,836.00
KOEVARY, JONATHAN T.	ASSOCIATE	360.00	20.50	7,380.00
KOEVARY, JONATHAN T.	ASSOCIATE	395.00	0.70	276.50
MANELA, PHILLIP	ASSOCIATE	490.00	11.00	5,390.00
MARTORANA, KEITH R	ASSOCIATE	182.50	15.80	2,883.50
MARTORANA, KEITH R	ASSOCIATE	210.00	36.00	7,560.00
MARTORANA, KEITH R	ASSOCIATE	365.00	333.50	121,727.50
MARTORANA, KEITH R	ASSOCIATE	420.00	211.10	88,662.00
MCCARROLL, JAMES C.	ASSOCIATE	350.00	11.10	3,885.00
NOVOD, GORDON	ASSOCIATE	200.00	8.70	1,740.00
NOVOD, GORDON	ASSOCIATE	390.00	99.60	38,844.00
NOVOD, GORDON	ASSOCIATE	410.00	23.60	9,676.00
O'HANLON, GRACE	ASSOCIATE	300.00	42.90	12,870.00
SCHINDLER-WILLIAMS, SARAH	ASSOCIATE	330.00	1.20	396.00
SCHINDLER-WILLIAMS, SARAH	ASSOCIATE	440.00	14.20	6,248.00
SEATON, MICHAEL T	ASSOCIATE	250.00	2.90	725.00
SEGAL, AMANDA J	ASSOCIATE	250.00	21.50	5,375.00
SEGAL, AMANDA J	ASSOCIATE	275.00	37.30	10,257.50
SHARRET, JENNIFER	ASSOCIATE	365.00	7.10	2,591.50
TADELIS, JAMIE	ASSOCIATE	210.00	2.10	441.00
WEINER, AMY	ASSOCIATE	330.00	1.60	528.00
WESCH, KRISTINA M	ASSOCIATE	535.00	19.60	10,486.00
WOLLIN, ROBERT	ASSOCIATE	615.00	7.30	4,489.50
ZIEGLER, MATTHEW C	ASSOCIATE	470.00	4.00	1,880.00
ZIEGLER, MATTHEW C	ASSOCIATE	560.00	14.80	8,288.00
<b>TOTAL ASSOCIATES</b>			<b>3,932.70</b>	<b>\$1,818,657.25</b>
BALDINGER, LAURIE	PARALEGAL	225.00	64.50	14,512.50

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
BALDINGER, LAURIE	PARALEGAL	245.00	24.00	5,880.00
BECKER, BRYON	PARALEGAL	295.00	0.50	147.50
BECKER, BRYON	PARALEGAL	310.00	1.80	558.00
BOLLES, KRISTA	PARALEGAL	260.00	0.50	130.00
CATES, DANA A	PARALEGAL	260.00	1.30	338.00
CHAIKIN, REBECCA B.	PARALEGAL	260.00	1.20	312.00
CHAIKIN, REBECCA B.	PARALEGAL	290.00	1.90	551.00
CHOUPROUTA, ANDREA	PARALEGAL	300.00	0.30	90.00
CHOUPROUTA, ANDREA	PARALEGAL	320.00	0.30	96.00
CIPOLLA, SANTO A.	PARALEGAL	150.00	9.30	1,395.00
CLANCY, REGAN	PARALEGAL	175.00	0.70	122.50
CURNEY, LUEANN	PARALEGAL	170.00	1.70	289.00
DOLCE, LISA	PARALEGAL	185.00	0.80	148.00
DOLCE, LISA	PARALEGAL	195.00	1.00	195.00
DOLCE, LISA	PARALEGAL	205.00	31.00	6,355.00
FONTEIN, LAUREN	PARALEGAL	175.00	0.60	105.00
GAVIGAN, JAMES C	PARALEGAL	205.00	44.70	9,163.50
GAVIGAN, JAMES C	PARALEGAL	220.00	144.90	31,878.00
GAVIGAN, JAMES C	PARALEGAL	240.00	22.50	5,400.00
HAMANAKA, KEIKO	PARALEGAL	170.00	12.70	2,159.00
JALAL, NUR MUSTAPHA	PARALEGAL	125.00	5.00	625.00
KORNBLUM, SHOSHANAH	PARALEGAL	175.00	7.10	1,242.50
LIPTON, MATTHEW	PARALEGAL	205.00	5.00	1,025.00
MAKINDE, MICHAEL A	PARALEGAL	260.00	0.80	208.00
MAKINDE, MICHAEL A	PARALEGAL	275.00	6.00	1,650.00
MAKINDE, MICHAEL A	PARALEGAL	300.00	3.80	1,140.00
MANGUAL, KATHLEEN	PARALEGAL	150.00	143.80	21,570.00
MANGUAL, KATHLEEN	PARALEGAL	175.00	208.90	36,557.50
MANGUAL, KATHLEEN	PARALEGAL	185.00	90.30	16,705.50
MANGUAL, KATHLEEN	PARALEGAL	195.00	193.70	22,834.50
MANGUAL, KATHLEEN	PARALEGAL	205.00	28.80	5,904.00
MCDONAGH, KAITLIN	PARALEGAL	75.00	0.50	37.50
MORRISSEY, RACHEL A.	PARALEGAL	160.00	3.00	480.00
MURABITO, MELISSA	PARALEGAL	75.00	7.00	525.00
PANESAR, VIKRUM	PARALEGAL	220.00	17.80	3,916.00
PONTE, ROSALIE	PARALEGAL	75.00	7.00	525.00
REZNICK, MARTIN	PARALEGAL	150.00	1.50	225.00
RODRIGUEZ, VIVIAN E	PARALEGAL	240.00	93.10	22,344.00
RODRIGUEZ, VIVIAN E	PARALEGAL	260.00	59.10	15,366.00
SEIDMAN, EMILY	PARALEGAL	195.00	1.60	312.00
SEIDMAN, EMILY	PARALEGAL	205.00	1.10	225.50

TIMEKEEPER NAME	TITLE	RATE (\$)	HOURS	AMOUNT (\$)
SHAIN, ALIYA	PARALEGAL	275.00	1.10	302.50
SHAIN, ALIYA	PARALEGAL	285.00	5.90	1,681.50
SHAIN, ALIYA	PARALEGAL	295.00	1.70	501.50
SHEA, JAMES	PARALEGAL	75.00	0.90	67.50
SHEA, JAMES	PARALEGAL	75.00	6.00	450.00
SHEA, JAMES	PARALEGAL	195.00	3.70	721.50
SHEA, JAMES	PARALEGAL	205.00	13.00	2,665.00
STEIN, STEVEN	PARALEGAL	75.00	0.90	67.50
TEMP, PARALEGAL	PARALEGAL	160.00	20.20	3,232.00
TEMP, PARALEGAL	PARALEGAL	60.00	44.10	2,646.00
WAGNER, RYAN	PARALEGAL	220.00	0.30	66.00
WAGNER, RYAN	PARALEGAL	240.00	2.10	504.00
WIERNAN, LAUREN E	PARALEGAL	260.00	86.20	22,412.00
WIERNAN, LAUREN E	PARALEGAL	275.00	25.40	6,985.00
WIERNAN, LAUREN E	PARALEGAL	290.00	15.00	4,350.00
WIERNAN, LAUREN E	PARALEGAL	300.00	1.50	450.00
WONG, SANDRA	PARALEGAL	235.00	3.30	775.50
<b>TOTAL PARALEGALS</b>			<b>1,482.40</b>	<b>\$281,120.50</b>
BALDEON, ELLIOTT A	OTHER TKPR	215.00	2.00	430.00
BALDEON, ELLIOTT A	OTHER TKPR	200.00	5.00	1,000.00
CHEN, ALBERT F	OTHER TKPR	200.00	13.90	2,780.00
DESUZE, SHAUN	OTHER TKPR	200.00	2.30	460.00
DOMINGUEZ, ORLANDO	OTHER TKPR	190.00	5.50	1,045.00
GRANT, HERETTO L	OTHER TKPR	200.00	1.00	200.00
LANE, JOANNE	OTHER TKPR	180.00	2.50	450.00
LANE, JOANNE	OTHER TKPR	210.00	2.30	483.00
LANE, JOANNE	OTHER TKPR	215.00	3.60	774.00
ROBERTSON, AUDEN B.	OTHER TKPR	110.00	0.70	77.00
TORRES, ANTHONY	OTHER TKPR	85.00	1.90	161.50
TORRES, ANTHONY	OTHER TKPR	110.00	7.10	781.00
TORRES, ANTHONY	OTHER TKPR	120.00	6.10	732.00
VICTORY, DEXTER	OTHER TKPR	110.00	4.80	528.00
VICTORY, DEXTER	OTHER TKPR	120.00	1.00	120.00
WALLACE, TANYA	OTHER TKPR	90.00	0.50	45.00
<b>TOTAL OTHER TIMEKEEPER</b>			<b>60.20</b>	<b>\$10,066.50</b>
<b>TOTAL PROFESSIONALS</b>			<b>23,054.1</b>	<b>\$5,547,136.75</b>
<b>Less Fee Examiner Write-Offs</b>				<b>(30,874.80)</b>
<b>TOTAL</b>				<b>\$16,610,535.45</b>

Blended Hourly Rate: \$481.00

**COMPENSATION SUMMARY BY PROJECT CATEGORY FOR**  
**FEBRUARY 1, 2014 THROUGH FEBRUARY 3, 2014**

Project Category	Total Hours for the Period	Total Fees for the Period
Reorganization Plan	3.30	2,634.00
Fee Applications, Applicant	0.50	202.00
<b>Total</b>	<b>3.80</b>	<b>\$2,836.00</b>

**COMPENSATION SUMMARY BY PROJECT CATEGORY FOR**  
**JULY 18, 2001 THROUGH FEBRUARY 3, 2014**

Project Category	Total Hours for the Period	Total Fees for the Period
Case Administration	1,254.00	377,076.50
Creditor Committee	814.70	426,346.50
Financing	1.80	881.00
Asset Disposition	16.50	2,391.00
Bankr. Motions	354.40	166,334.00
Reorganization Plan	2,386.50	1,474,267.00
Fee Applications, Applicant	839.40	266,120.00
Employment Applications, Applicant	19.30	5,569.00
Claim Analysis Obj. & Res. (Non-Asbestos)	218.30	113,975.00
Asset Analysis And Recovery	21.10	526.50
Claim Analysis Objection & Resolution(Asbestos)	3,354.70	1,704,325.00
Fraudulent Conveyance Adv. Proceeding	199.60	77,600.00
Environmental Issues	27.40	6,702.50
Plan And Disclosure Statement	311.20	168,572.50
Employee Benefits/Pension	4.70	2,059.50
Fee Applications, Others	0.50	290.00
Hearings	922.25	484,508.50
Litigation	5.80	2,507.00
Relief From Stay Proceedings	1.00	370.00
Tax Issues	140.40	81,013.00
Zai Science Trial	21.90	9,304.00
Other	15.70	8,618.00
Travel\Non-Working	563.30	167,780.25
<b>SubTotal</b>	<b>11,494.45</b>	<b>\$5,547,136.75</b>
<b>LESS Fee Examiner Write-Offs</b>		<b>(\$30,874.80)</b>
<b>TOTAL</b>		<b>\$11,063,398.70</b>

**EXPENSE SUMMARY (Schedule of Disbursements)**  
**February 1, 2014 through February 3, 2014**

<b>Expense Category</b>	<b>Total Expenses For the Period</b>
PACER Retrieval Fees	9.80
<b>Total</b>	<b>\$9.80</b>

**EXPENSE SUMMARY (Schedule of Disbursements)**  
**July 18, 2001 through February 3, 2014**

<b>Expense Category</b>	<b>Total Expenses For the Period</b>
Telecopier	546.00
Velobindings	1,417.50
Tabs	2,431.00
Photocopying	35,695.84
Color Copies	213.00
Inside Messenger	36.00
Manuscript Service	2,547.00
Research Services	2,034.00
Document Prep.	1,690.00
Postage	215.41
Long-Distance Telephone	171.44
Tel Credit Card	53.18
Other Miscellaneous Charges	1,374.00
Long Distance Telephone	5,256.76
Westlaw On-Line Research	26,270.64
Printing & Binding	6,403.91
Lexis/Nexis On-Line Research	11,228.13
Courtlink Searches	52.00
Outside Photocopying	1,250.99
Messenger/Courier	2,443.42
Messenger/Courier Fed Ex	1,390.51
Legal Search Fees	4,154.97
Corp. Documents & Materials	3,623.45
West Business-Sec	5.27
Cab Fares	13,047.54
Cab Fares - Odyssey	5,230.62
Meals/In-House	2,789.04
Out-Of-Town Travel	94,278.40
Meals/T & E	2,489.61
Court Reporter/Video Deposition Fees	73,842.23
Corp. Svc. Filing Fees	120.80
Document Retrieval Fees	2,700.72
Storage/Retrieval	253.82

Expense Category	Total Expenses For the Period
Pacer Retrieval Fees	6,592.26
Bloomberg Law Retrieval Fees	226.39
Transcript Fees	32,116.09
Meetings	88.98
Other Fees	2,193.30
<b>SUBTOTAL</b>	<b>\$346,474.22</b>
<b>Less Fee Examiner Write-Offs</b>	<b>(\$650.65)</b>
<b>TOTAL</b>	<b>\$692,297.79</b>

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In Re:

W.R. GRACE & CO., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 01-1139 (KJC)

(Jointly Administered)

**ONE HUNDRED AND FIFTIETH MONTHLY AND FINAL FEE APPLICATION OF  
KRAMER LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE OFFICIAL  
COMMITTEE OF EQUITY SECURITY HOLDERS, FOR (I) COMPENSATION AND  
REIMBURSEMENT OF DISBURSEMENTS FOR THE PERIOD FROM FEBRUARY 1,  
2014 THROUGH FEBRUARY 3, 2014; AND (II) FINAL ALLOWANCE OF  
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS FOR THE  
PERIOD FROM JULY 18, 2001 THROUGH FEBRUARY 3, 2014**

Kramer Levin Naftalis & Frankel LLP ("Kramer Levin" or "Applicant"), counsel to the Official Committee of Equity Security Holders (the "Committee") of W.R. Grace & Co., *et al.*, (the "Debtors"), hereby applies to the Court for monthly allowance of compensation for the period February 1, 2014 through February 3, 2014 and final allowance of

<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-i Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners 1, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

compensation for the period July 18, 2001 through February 3, 2014, and reimbursement of expenses for the same periods of time with respect to its retention as counsel to the Committee, and respectfully represents as follows:

### **INTRODUCTION**

1. On April 2, 2001 (the "**Petition Date**"), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107 and 1108 of the Bankruptcy Code.

2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b )(2).

3. On June 18, 2001, the United States Trustee for the District of Delaware, pursuant to section 1102 of the Bankruptcy Code, appointed the Committee to represent the interests of all equity holders in these Chapter 11 Cases. The Committee is comprised of the following members: Ted Weschler\*, Angus W. Mercer, Simon Atlas, and Raymond E. Smiley.

4. Thereafter, at a scheduled meeting of the Committee held on July 18, 2001, the Committee voted to retain Kramer Levin as its counsel.

5. On September 28, 2001, this Court entered the Order Pursuant to Sections 328 and 1103 of the Bankruptcy Code and Bankruptcy Rule 2014 Authorizing the Retention of Kramer Levin as Counsel to the Committee [Docket No. 985].

6. On January 31, 2011 this Court entered the Recommended Findings of Fact, Conclusions of Law and Order Regarding Confirmation of First Amended Joint Plan of Reorganization as Modified Through December 23, 2010 [Docket No. 26155] (the

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\* Mr. Weschler was substituted for Peninsula Capital Advisors LLC on December 20, 2011.

“Confirmation Order”). Pursuant to Section II.B.1 of the Confirmation Order, Kramer Levin makes this final application for allowance of compensation for professional services rendered and for reimbursement of expenses incurred by Kramer Levin in serving as counsel to the Committee. Pursuant to the Confirmation Order, Applicant submits this Application for the period July 18, 2001 through February 3, 2014. The Effective Date of the Debtors’ Plan was February 3, 2014.

**PROFESSIONAL SERVICES RENDERED**

7. Attached hereto as **Exhibit “A”** is the Declaration of Philip Bentley with respect to the compensation requested.

8. Attached hereto as **Exhibit “B”** is a detailed chronological itemization covering all of the services performed by Kramer Levin with respect to these matters for the interim period from February 1, 2014 through February 3, 2014. This detailed itemization complies with Local Rule 2016-2(d) in that (i) each time entry contains a separate time allotment, a description of the type of activity and the subject matter of the activity, (ii) all time is billed in increments of one-tenth of an hour, (iii) time entries are presented chronologically in categories, and (iv) all meetings or hearings are individually identified. Attached hereto as **Exhibit “C”** is a detailed itemization of expenses incurred by Applicant with respect to these matters for the period from February 1, 2014 through February 3, 2014.

**REQUESTED RELIEF**

9. By this Application, the Applicant seeks final approval and allowance of compensation for the period July 18, 2001 through February 3, 2014 in the amount of \$5,516,261.95 and reimbursement of expenses for the same period in the amount of \$345,823.57, as detailed herein and in the previously filed monthly applications identified in this Application.

10. At all relevant times, Kramer Levin has been a disinterested person as that term is defined in §101(14) of the Bankruptcy Code and has not represented or held an interest adverse to the interest of the Committee.

11. All services for which compensation is requested by Kramer Levin were performed for or on behalf of the Committee and not on behalf of the debtors, any other committee, creditor, or other person.

12. Kramer Levin has received no payment and no promises for payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Final Fee Application. There is no agreement or understanding between Kramer Levin and any other person other than the partners of Kramer Levin for the sharing of compensation to be received for services rendered in these cases.

13. The professional services and related expenses for which Kramer Levin requests final allowance of compensation and reimbursement of expenses were rendered and incurred in connection with this case in the discharge of Kramer Levin's professional responsibilities as attorneys for the Committee in these chapter 11 cases. Kramer Levin's services have been necessary and beneficial to the Committee, the Debtors and their estates, creditors and other parties in interest.

14. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by Kramer Levin is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, Kramer Levin has reviewed

the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and Amended Administrative Order and believes that this Final Fee Application complies with such Rule and Orders.

WHEREFORE, Kramer Levin respectfully requests that the Court enter an Order:

(i) granting the Applicant and authorizing allowance of compensation (a) for the interim period from February 1, 2014 through February 3, 2014 in the amount of \$2,836.00 for professional services rendered; and (b) for the final period from June 18, 2001 through February 3, 2014 in the amount of \$5,516,261.95 for professional services rendered and \$345,823.57 for reimbursement of actual and necessary costs; and (ii) granting such other and further relief as this Court deems necessary and just.

Dated: May 2, 2014

KRAMER LEVIN NAFTALIS & FRANKEL LLP

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*Counsel to the Official Committee of  
Equity Security Holders*